

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
: Case No. 05-44481 (RDD)  
DELPHI CORPORATION, et al., :  
Debtors. : (Jointly Administered)  
----- x

AFFIDAVIT OF SERVICE

I, Evan Gershbein, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants, LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On January 31, 2007, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via overnight delivery, (ii) upon the parties listed on Exhibit B hereto via electronic notification and (iii) upon the parties listed on Exhibit C hereto via postage pre-paid U.S. mail:

- 1) Order Suspending Further Proceedings on Debtors' Motion for Order Under 11 U.S.C. Section 365 and Fed. R. Bankr. P. 6006 Authorizing Rejection of Certain Executory Contracts with General Motors Corporation ("GM Contract Rejection Motion No. 1 Proceedings Suspension Order") (Docket No. 6778) [a copy of which is attached hereto as Exhibit D]
- 2) Order Suspending Further Proceedings on Debtors' Motion for Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection of Collective Bargaining Agreements and Authorizing Modification of Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) ("Sections 1113 and 1114 Proceedings Suspension Order") (Docket No. 6779) [a copy of which is attached hereto as Exhibit E]

On January 31, 2007, I caused to be served the document listed below upon the parties listed on Exhibit F hereto via overnight delivery:

- 3) Order Suspending Further Proceedings on Debtors' Motion for Order Under 11 U.S.C. Section 365 and Fed. R. Bankr. P. 6006 Authorizing Rejection of Certain Executory Contracts with General Motors Corporation ("GM Contract Rejection Motion No. 1 Proceedings Suspension Order") (Docket No. 6778) [a copy of which is attached hereto as Exhibit D]

On January 31, 2007, I caused to be served the document listed below upon the parties listed on Exhibit G hereto via overnight delivery:

- 4) Order Suspending Further Proceedings on Debtors' Motion for Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection of Collective Bargaining Agreements and Authorizing Modification of Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) ("Sections 1113 and 1114 Proceedings Suspension Order") (Docket No. 6779) [a copy of which is attached hereto as Exhibit E]

Dated: February 2, 2007

*/s/ Evan Gershbein*  
Evan Gershbein

Subscribed and sworn to (or affirmed) before me on this 2nd day of February, 2007, by Evan Gershbein, personally known to me or proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: */s/ Shannon J. Spencer*

Commission Expires: *6/20/10*

## **EXHIBIT A**

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE ZIP	PHONE	PARTY / FUNCTION
Brown Rudnick Berlack Israels LLP	Robert J. Stark	Seven Times Square		New York	NY 10036	212-209-4800	Indenture Trustee
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Curtis, Mallet-Prevost, Colt & mosle LLP	Steven J. Reisman	101 Park Avenue		New York	NY 10178-0061	2126966000	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia-Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
Davis, Polk & Wardwell	Donald Bernstein Brian Resnick	450 Lexington Avenue		New York	NY 10017	212-450-4092 212-450-4213	Counsel to Debtor's Postpetition Administrative Agent
Delphi Corporation	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	MI 48098	248-813-2000	Debtors
Electronic Data Systems Corp.	Michael Nefkens	5505 Corporate Drive MSIA		Troy	MI 48098	248-696-1729	Creditor Committee Member
Flextronics International	Carrie L. Schiff	305 Interlocken Parkway		Broomfield	CO 80021	303-927-4853	Counsel to Flextronics International
Flextronics International USA, Inc.	Paul W. Anderson	2090 Fortune Drive		San Jose	CA 95131	408-428-1308	Counsel to Flextronics International USA, Inc.
Freescale Semiconductor, Inc.	Richard Lee Chambers, III	6501 William Cannon Drive West	MD: OE16	Austin	TX 78735	512-895-6357	Creditor Committee Member
Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY 10004	212-859-8000	Counsel to Equity Security Holders Committee
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY 10036	212-2471010	Financial Advisors to Debtors
General Electric Company	Valerie Venable	9930 Kincey Avenue		Huntersville	NC 28078	704-992-5075	Creditor Committee Member
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Internal Revenue Service	Attn: Insolvency Department	477 Michigan Ave	Mail Stop 15	Detroit	MI 48226	313-628-3648	Michigan IRS
IUE-CWA	Conference Board Chairman	2360 W. Dorothy Lane	Suite 201	Dayton	OH 45439	937-294-7813	Creditor Committee Member
Jefferies & Company, Inc.	William Q. Derrough	520 Madison Avenue	12th Floor	New York	NY 10022	212-284-2521	UCC Professional

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Office of New York State	Attorney General Eliot Spitzer	120 Broadway		New York City	NY	10271	212-416-8000	New York Attorney General's Office
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Spencer Fane Britt & Browne LLP	Nicholas Franke	1 North Brentwood Boulevard	Tenth Floor	St. Louis	MO 63105	314-863-7733	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
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United States Trustee	Alicia M. Leonhard	33 Whitehall Street	21st Floor	New York	NY 10004-2112	212-510-0500	Counsel to United States Trustee
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## **EXHIBIT B**

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Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	<a href="mailto:skrause@zeklaw.com">skrause@zeklaw.com</a>	Counsel to Toyota Tsusho America, Inc.

## **EXHIBIT C**

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APS Clearing, Inc.	Matthew Hamilton	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746	512-314-4416	Counsel to APS Clearing, Inc.
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Jason, Inc.	Beth Klimczak, General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202		General Counsel to Jason Incorporated
Johnston, Harris Gerde & Komarek, P.A.	Jerry W. Gerde, Esq.	239 E. 4th St.		Panama City	FL	32401	850-763-8421	Counsel to Peggy C. Brannon, Bay County Tax Collector
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Lord, Bissell & Brook LLP	Rocco N. Covino	885 Third Avenue	26th Floor	New York	NY	10022-4802	212-812-8340	Counsel to Sedgwick Claims Management Services, Inc. and Methode Electronics, Inc.
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
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Schiff Hardin LLP	William I. Kohn	6600 Sears Tower		Chicago	IL	60066	312-258-5500	Counsel to Means Industries
								Counsel to 975 Opdyke LP; 1401 Troy Associates Limited Partnership; 1401 Troy Associates Limited Partnership c/o Etkin Equities, Inc.; 1401 Troy Associates LP; Brighton Limited Partnership; DPS Information Services, Inc.; Etkin Management Services, Inc. a
Stroock & Stroock & Lavan, LLP	Joseph G. Minias	180 Maiden Lane		New York	NY	10038	212-806-5400	
Traub, Bonaquist & Fox LLP	Maura I. Russell Wendy G. Marcaro	655 Third Avenue	21st Floor	New York	NY	10017	212-476-4770	Counsel to SPCP Group LLC
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## **EXHIBIT D**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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:  
:  
:  
In re : Chapter 11  
:  
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
:  
----- x

ORDER SUSPENDING FURTHER PROCEEDINGS ON  
DEBTORS' MOTION FOR ORDER UNDER 11 U.S.C. § 365 AND FED. R.  
BANKR. P. 6006 AUTHORIZING REJECTION OF CERTAIN  
EXECUTORY CONTRACTS WITH GENERAL MOTORS CORPORATION

("GM CONTRACT REJECTION  
MOTION NO. 1 PROCEEDINGS SUSPENSION ORDER")

Upon the Motion For Order Under 11 U.S.C. § 365 And Fed. R. Bankr. P. 6006  
Authorizing Rejection Of Certain Executory Contracts With General Motors Corporation, dated  
March 31, 2006 (Docket No. 3033) (the "Motion"), filed by Delphi Corporation and certain of its  
subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases  
(collectively, the "Debtors"); and upon the response of the Official Committee of Unsecured  
Creditors, dated June 15, 2006 (Docket No. 4198), the preliminary and supplemental objections  
of General Motors Corporation, dated April 12, 2006 and June 5, 2006, respectively (Docket Nos.  
3210 and 4019), the preliminary objection and response and supplemental limited objection of  
the Ad Hoc Equity Committee, dated April 17, 2006 and August 8, 2006, respectively (Docket  
Nos. 3243 and 4879), the limited objection of SPS Technologies, Inc., SPS Technologies  
Waterford Company, and Greer Stop Nut, Inc., dated May 2, 2006 (Docket No. 3567), and the  
preliminary and limited objections of the Official Committee of Equity Security Holders, dated

May 26, 2006 and June 12, 2006, respectively (Docket Nos. 3926 and 4128) (collectively with the objectors and responders, the "Respondents"); and upon the Debtors' Omnibus Response To Objections To Debtors' Motion For Order Under 11 U.S.C. § 365 And Fed. R. Bankr. 6006 Authorizing Rejection Of Certain Executory Contracts With General Motors Corporation, dated June 15, 2006 (Docket No. 4203); and the Debtors having originally noticed the Motion for hearing on the omnibus hearing date of May 12, 2006, which was subsequently adjourned by the Court; and the Court having issued a Pretrial And Scheduling Order Relating To Debtors' Motion For Order Under 11 U.S.C. § 365 And Fed. R. Bankr. P. 6006 Authorizing Rejection Of Certain Executory Contracts With General Motors Corporation, dated June 13, 2006 (Docket No. 4169) (the "Pretrial And Scheduling Order"); and the Court having issued a series of scheduling orders thereafter adjourning commencement of a hearing on the Motion and directing the participation of the Debtors and the Respondents in in-camera status conferences from time to time;<sup>1</sup> and the Debtors having filed an Expedited Motion For Order Authorizing And Approving The Equity Purchase And Commitment Agreement Pursuant To Sections 105(a), 363(b), 503(b) and 507(a) Of The Bankruptcy Code And The Plan Framework Support Agreement Pursuant To Sections 105(a), 363(b), And 1125(e) Of The Bankruptcy Code on December 18, 2006 (Docket No. 6179) (the "Plan Investment and Framework Support Motion"); and the Court having issued an Order Authorizing And Approving The Equity Purchase And Commitment Agreement Pursuant To Sections 105(a), 363(b), 503(b) and 507(a) Of The Bankruptcy Code And The Plan Framework Support Agreement Pursuant To Sections 105(a), 363(b), And 1125(e) Of The Bankruptcy Code on January 12, 2007 (Docket No. 6589) (the "Plan Investment and Framework Support Order"); and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

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<sup>1</sup> Subsequent scheduling orders have been entered by the Court at docket nos. 5400, 5538, 5658, 6147, and 6420.

ORDERED, ADJUDGED, AND DECREED THAT:

The Pretrial And Scheduling Order shall remain in full force and effect except as follows:

1. Further proceedings on the Motion are suspended until further order of the Court; provided, however, that the Court shall promptly conduct a chambers conference with the Debtors and the Respondents within five business days of the termination of either of the EPCA or PSA (as such agreements are defined in the Plan Investment and Framework Support Order, collectively, the "Framework Agreements") to determine an appropriate schedule with respect to any hearing on the Motion, as may then be requested by the Debtors, and issues related thereto. Parties shall be permitted to participate telephonically in such status conference.

2. The Court shall conduct an in-person, in-camera status conference pursuant to 11 U.S.C. § 105(d)(1) with the Debtors and the Respondents at 3:00 p.m. (Prevailing Eastern Time) on April 25, 2007.

Dated: New York, New York  
January 31, 2007

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

## **EXHIBIT E**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
:  
In re : Chapter 11  
:  
DELPHI CORPORATION, et al. : Case No. 05 - 44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
:  
----- x

ORDER SUSPENDING FURTHER PROCEEDINGS ON DEBTORS' MOTION FOR  
ORDER UNDER 11 U.S.C. § 1113(c) AUTHORIZING REJECTION OF  
COLLECTIVE BARGAINING AGREEMENTS AND AUTHORIZING  
MODIFICATION OF RETIREE WELFARE BENEFITS UNDER 11 U.S.C. § 1114(g)

("SECTION 1113 AND 1114 PROCEEDINGS SUSPENSION ORDER")

Upon the Motion, dated October 8, 2005 (the "Motion"), of Delphi Corporation and certain of its domestic subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order under 11 U.S.C. §§ 1113 and 1114 of the Bankruptcy Code<sup>1</sup> and Fed. R. Bankr. P. 2002(m) and 9006 establishing notice procedures, briefing schedule, and hearing date regarding the Debtors' Motion To (a) Reject Collective Bargaining Agreements Under Section 1113(c) And (b) Eliminate Retiree Medical And Life Insurance Benefits For Union-Represented Retirees Under Section 1114(g) (the "1113/1114 Motion"); and this Court having entered an order granting the Motion on October 13, 2005 (Docket No. 232);<sup>2</sup> and the Court having received and reviewed various objections and responses

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<sup>1</sup> As used herein, the term "Bankruptcy Code" means chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended.

<sup>2</sup> Subsequent scheduling orders have been entered by the Court at docket nos. 2225, 2425, 2996, 4170, 5058, 5221, 5399, 5539, 5662, 6148, and 6419.

to the 1113/1114 Motion filed by various parties (collectively, the "Respondents");<sup>3</sup> and the Court having commenced the contested hearing on the 1113/1114 Motion on May 9, 2006 and conducted hearings on the contested motion on various trial dates in May and June 2006; and the Court having adjourned the contested hearing on the 1113/1114 Motion to a date to be determined and the deadlines for a ruling on the 1113/1114 Motion to January 31, 2007 pursuant to the Ninth Amended Section 1113 And 1114 Scheduling Order on November 22, 2006 (Docket No. 5662); and the Court having conducted in-camera status conferences from time to time so that the Court could be apprised by the Debtors and the Respondents of the status of negotiations regarding consensual resolution of the 1113/1114 Motion; and the Debtors having filed an Expedited Motion For Order Authorizing And Approving The Equity Purchase And Commitment Agreement Pursuant To Sections 105(a), 363(b), 503(b) and 507(a) Of The Bankruptcy Code And The Plan Framework Support Agreement Pursuant To Sections 105(a), 363(b), And 1125(e) Of The Bankruptcy Code on December 18, 2006 (Docket No. 6179) (the "Plan Investment and Framework Support Motion"); and the Court having issued an Order Authorizing And Approving The Equity Purchase And Commitment Agreement Pursuant To Sections 105(a), 363(b), 503(b) and 507(a) Of The Bankruptcy Code And The Plan Framework Support Agreement Pursuant To Sections 105(a), 363(b), And 1125(e) Of The Bankruptcy Code on January 12, 2007 (Docket No. 6589) (the "Plan Investment and Framework Support Order"); and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

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<sup>3</sup> Objections and responses have been filed at docket numbers 3314, 3317, 3322, 3330, 3332, 3342, 3346, 3353, 3356, 3561, and 3628.

ORDERED, ADJUDGED, AND DECREED THAT:

1. In light of the Plan Investment and Framework Support Order and in connection with the continuing out-of-court discussions among the Debtors and the Respondents, further proceedings on the 1113/1114 Motion are suspended until further order of the Court; provided, however, that the Court shall promptly conduct a chambers conference with the Debtors and the Respondents within five business days of the termination of either of the EPCA or PSA (as such agreements are defined in the Plan Investment and Framework Support order, collectively, the "Framework Agreements") to set a hearing date on the 1113/1114 Motion as may be then be requested by the Debtors. Parties shall be permitted to participate telephonically in such chambers conference.

2. The Court shall conduct an in-person, in-camera chambers conference pursuant to 11 U.S.C. § 105(d)(1) with the Debtors, the Respondents, and the Official Committee of Equity Security Holders (collectively, the "Parties") at 3:00 p.m. (Prevailing Eastern Time) on April 25, 2007 so that the Court can be apprised by the Parties of the status of the Framework Agreements and negotiations regarding the consensual resolution of the 1113/1114 Motion. Parties shall be permitted to participate telephonically in such status conference.

3. The date by which a ruling on the 1113/1114 Motion shall be issued pursuant to 11 U.S.C. § 1113(d)(2) and 11 U.S.C. § 1114(k)(2) shall be extended, with the consent of the Debtors and the Respondents (to the extent required by statute) to May 1, 2007 (which is the outside date for a disclosure statement to be filed by the Debtors pursuant to the Framework Documents); provided, however, that if the Debtors have filed a disclosure statement on or prior to May 1, 2007, the 11 U.S.C. § 1113(d)(2) and 11 U.S.C. § 1114(k)(2) dates shall be further extended, with the consent of the Debtors and the Respondents (to the extent required by

statute) to July 31, 2007. The parties reserve their right to agree to additional extensions beyond these dates.

Dated: New York, New York  
January 31, 2007

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

## **EXHIBIT F**

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Carl Kolb, Ted Williams	IUE-CWA Local 698	International Union of Electrical Workers	1001 Industrial Park Dr	Clinton	MS	39056-3211
Conference Board Chairman	IUE-CWA Automotive Conf Board	2360 Dorothy Lane	Ste. 201	Dayton	OH	45439
Darel Green	UAW Local 1021	804 Meadowbrook Dr.		Olathe	KS	66062
Darrell Shepard	UAW Local 2157	4403 City View Dr.		Wichita Falls	TX	76305
David York	UAW Local 438	7435 S. Howell Ave.		Oak Creek	WI	53154
Dennis Bingham	USW Local 87	21 Abbey Avenue		Dayton	OH	45417
Frank Andrews	UAW Local 686	524 Walnut St.		Lockport	NY	14094
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James Clark	IUE-CWA Industrial Division	501 Third Street NW		Washington	DC	20001-2797
James Hurren	UAW Local 467	2104 Farmer St.		Saginaw	MI	48601
Joe Buckley	UAW Local 696	1543 Alwldy Ave		Dayton	OH	45408
John Clark	UAW Local 2031	5075 Belmere Dr.		Manitou Beach	MI	49253
John Huber	UAW Local 1097	221 Dewey Ave		Rochester	NY	14608
Kizziah Polke	UAW Local 2083	c/o Delphi T & I Garry Gilliam		Cottontdale	AL	35453
Larry Phillips	IUE-CWA Local 711	4605 Airport Rd.		Gadsden	AL	35904
Larry West	IUE-CWA Local 755	1675 Woodman Dr.		Dayton	OH	45432
Lattie Slusher	UAW Local 913	3114 S. Hayes Ave.		Sandusky	OH	44870
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William Humber	IUE-CWA Local 416	760 Jersey Avenue		New Brunswick	NJ	08901
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
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IUE-CWA	James D Clark	501 Third St NW	Sixth Fl	Washington	DC	20001		202-434-1343		
IUE-CWA	Peter Mitchell	501 Third St NW	Sixth Fl	Washington	DC	20001				
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Previant, Goldberg, Uelman, Gratz, Miller & Bruegeman, S.C.	Jill M. Hartley and Marianne G. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212	414-271-4500	414-271-6308	<a href="mailto:jh@previant.com">jh@previant.com</a> <a href="mailto:mgr@previant.com">mgr@previant.com</a>	Counsel to International Brotherhood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10
United Auto Workers	Daniel Sherrick	8000 E Jefferson Ave		Detroit	MI	48214				